



THE UNITED STATES
CORPORATION
COMPANY

F99000004683

ACCOUNT NO. : 072100000032

REFERENCE : 314839 7113884

AUTHORIZATION :

COST LIMIT :

Patricia Pigato
\$ 10

ORDER DATE : July 21, 1999

ORDER TIME : 12:05 PM

ORDER NO. : 314839-055

CUSTOMER NO: 7113884

CUSTOMER: Ms. Tricia Shannon
Aerotek, Inc.
7301 Parkway Drive

Hanover, MD 21076

300002947683--2

W99-17831

FOREIGN FILINGS

NAME: TEKSYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

RECEIVED
99 AUG -2 PM 1:00
NOT A PUBLIC RECORD
DIVISION OF CORPORATIONS
STATE OF MARYLAND

h/k

8/2/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 2, 1999

CSC
ATTN: CHRISTINE LILLICH

SUBJECT: TEKSYSTEMS, INC.
Ref. Number: W99000017831

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 699A00039101

RECEIVED
99 SEP -9 PM 4:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

TEKsystems, Inc.

Randall D. Sones, Secretary of TEKsystems, Inc., a corporation duly organized under the laws of the State of Maryland, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted by unanimous written consent of the Board dated as of August 17, 1999

“RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of New Hampshire, this corporation adopts the fictitious name TEKsystems Management, Inc. for use in transacting business in the State of Florida.

“FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed and filed so that this corporation may obtain a Certificate of Authority pursuant to the New Hampshire Business Corporation Law, and to cause this corporation to use the said fictitious name in the transaction of business in the State of New Hampshire.”

CORPORATE SEAL



Randall D. Sones, Secretary

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. TEKsystems, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Maryland

(State or country under the law of which it is incorporated)

3. 52-2010575

(FEI number, if applicable)

4. January 02, 1997

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Randall D. Sones, Esquire, 7301 Parkway Drive

Hanover, MD 21076

(Current mailing address)

See Attached Rider 1

8. _____

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida, 32301
(Zip code)

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Sylvia M. White

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Randall D. Sones, Secretary

(Typed or printed name and capacity of person signing application)

FILED STATE
SECRETARY OF CORPORATIONS
99 AUG -2 PM 1:22
DIVISION OF CORPORATIONS

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

TEKsystems, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

List of Officers

Name: James R. Novick **Title:** President
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: Randall D. Sones **Title:** Secretary
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: David J. Standeven **Title:** Treasurer
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: Thomas M. Kerr **Title:** Vice President
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: John T. Carey **Title:** Chairman
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

List of Directors

Name: Stephen J. Bisciotti **Term:** Mar 31, 2000
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: James C. Davis **Term:** Mar 31, 2000
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: John T. Carey **Term:** Mar 31, 2000
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

RIDER 1

FL-Application by Foreign Corporation for Authorization

TEKsystems, Inc.

Temporary and permanent placement of personnel in the information systems industry; computer services, namely, systems management and consultations services in the information systems industry. To engage in any act or activity for which corporations may be organized.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

STATE OF MARYLAND
Department of Assessments and Taxation

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

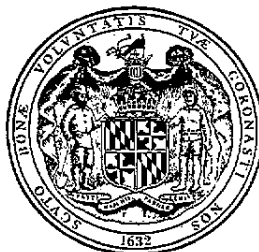
I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT TEKSYSTEMS, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JUNE 24, 1999.

Paul B. Anderson

Paul B. Anderson
Charter Division



F99000004683



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 314839 7113884

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 70

ORDER DATE : July 21, 1999

ORDER TIME : 12:05 PM

ORDER NO. : 314839-055

CUSTOMER NO: 7113884

CUSTOMER: Ms. Tricia Shannon
Aerotek, Inc.
7301 Parkway Drive

Hanover, MD 21076

300002947683--2

W99-17831

FOREIGN FILINGS

NAME: TEKSYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

RECEIVED
99 AUG -2 PM 1:00
DIVISION OF CORPORATIONS
SECRETARY OF STATE

Handwritten signature and date 8/2/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 2, 1999

CSC
ATTN: CHRISTINE LILICH

SUBJECT: TEKSYSTEMS, INC.
Ref. Number: W99000017831

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 699A00039101

RECEIVED
99 SEP -9 PM 4:35
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

TEKsystems, Inc.

Randall D. Sones, Secretary of TEKsystems, Inc., a corporation duly organized under the laws of the State of Maryland, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted by unanimous written consent of the Board dated as of August 17, 1999

“RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of New Hampshire, this corporation adopts the fictitious name TEKsystems Management, Inc. for use in transacting business in the State of Florida.

“FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed and filed so that this corporation may obtain a Certificate of Authority pursuant to the New Hampshire Business Corporation Law, and to cause this corporation to use the said fictitious name in the transaction of business in the State of New Hampshire.”

CORPORATE SEAL



Randall D. Sones, Secretary

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. TEKsystems, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Maryland 3. 52-2010575
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 02, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Randall D. Sones, Esquire, 7301 Parkway Drive
Hanover, MD 21076
(Current mailing address)
See Attached Rider 1

8. _____
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: Sylvia M. White
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

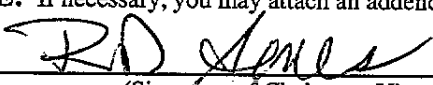
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Randall D. Sones, Secretary

(Typed or printed name and capacity of person signing application)

FILED
99 AUG -2 PM 1:22
DIVISION OF CORPORATIONS
SECRETARY OF STATE

OFFICERS/DIRECTORS RIDER

FL-Application by Foreign Corporation for Authorization

TEKsystems, Inc.

List of Officers

Name: James R. Novick **Title:** President
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: Randall D. Sones **Title:** Secretary
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: David J. Standeven **Title:** Treasurer
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: Thomas M. Kerr **Title:** Vice President
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: John T. Carey **Title:** Chairman
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

List of Directors

Name: Stephen J. Bisciotti **Term:** Mar 31, 2000
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: James C. Davis **Term:** Mar 31, 2000
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

Name: John T. Carey **Term:** Mar 31, 2000
Bus. Addr.: c/o TEKsystems, Inc. 7301 Parkway Drive, Hanover, MD 21076

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

RIDER 1

FL-Application by Foreign Corporation for Authorization

TEKsystems, Inc.

Temporary and permanent placement of personnel in the information systems industry; computer services, namely, systems management and consultations services in the information systems industry. To engage in any act or activity for which corporations may be organized.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -2 PM 1:22

STATE OF MARYLAND
Department of Assessments and Taxation

99 AUG -2 PM 1:22
SECRETARY OF STATE
DIVISION OF CORPORATIONS

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT TEKSYSTEMS, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JUNE 24, 1999.

Paul B. Anderson

Paul B. Anderson
Charter Division

